

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

IN RE TURQUOISE HILL RESOURCES  
LTD. SECURITIES LITIGATION

Case No. 1:20-cv-08585-LJL

**DECLARATION OF SALVATORE J. GRAZIANO IN SUPPORT OF  
LEAD PLAINTIFF'S OPPOSITION TO DEFENDANTS' MOTION  
TO DISQUALIFY EXPERT JOHN C. BARBER**

I, Salvatore J. Graziano, declare as follows:

1. I am a member in good standing of the bars of the State of New York and of this Court. I am a partner in the law firm of Bernstein Litowitz Berger & Grossmann LLP.

2. I submit this declaration in support of Lead Plaintiff's Opposition to Defendants' Motion to Disqualify Expert John C. Barber (the "Motion").

3. Lead Plaintiff, through its counsel Bernstein Litowitz Berger & Grossmann LLP, retained John C. Barber on June 27, 2023 to provide limited technical consultation regarding the interpretation of documents related to underground mining.

4. Before the commencement of this engagement, at the encouragement of Lead Plaintiff, Mr. Barber sought independent counsel to advise him on any duties of confidentiality he may have. At the insistence of Lead Plaintiff, Mr. Barber's Retention Agreement with Lead Plaintiff requires Mr. Barber refrain from the disclosure of any confidential information that he may have retained through any prior engagements. Pursuant to this Retention Agreement between Lead Plaintiff and Mr. Barber, Mr. Barber has revealed no confidential information obtained through his prior engagements, nor has Lead Plaintiff requested that he do so.

5. On May 1, 2024, Defendants requested that Lead Plaintiff cease the retention of Mr.

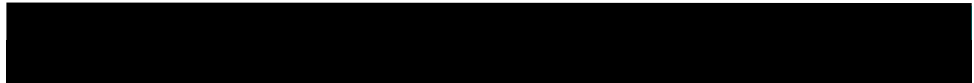
Barber due to his alleged conflict. At this point, Mr. Barber had conducted under seven hours of work for Lead Plaintiff, and had not provided any deliverables, reports or other written work to Lead Plaintiff. Pursuant to Defendants' request, Lead Plaintiff has paused work with Mr. Barber pending the resolution of the allegations at issue in the current motion, other than discussions with Lead Counsel and review of submissions in connection with Defendants' Motion.

6. Attached as exhibits as true and correct copies of the following document:

**Exhibit 1:**



**Exhibit 2:**



**Exhibit 3:** October 2016 Oyu Tolgoi Technical Report (excerpted), produced as RT00033691

**Exhibit 4:** June 5, 2019 Email from Ulf Quellmann to Luke Colton, produced as RT000209479

**Exhibit 5:** July 20, 2019 Email from Jo-Anne Dudley to Ulf Quellmann, produced as RT001135581

**Exhibit 6:** July 1, 2019 Email from Adam Kent to David Fry, produced as RT001229057

**Exhibit 7:** July 4, 2019 chat conversation between Chris Aitchison and Adam Kent, produced as RT001046390

**Exhibit 8:** October 14, 2019 Email from Jo-Anne Dudley to Christopher O'Mara, produced as RT000655499

**Exhibit 9:** November 30, 2020 Resolution of the Oyu Tolgoi Board of Directors, produced as RT001487026

**Exhibit 10:** March 25, 2021 Email from Luke Colton to Gan-Ochir Zunduisuren (excerpted), produced as RT001429916

**Exhibit 11:** June 17, 2021 Email from Barbara Levi to Bold Bataar, produced as RT001415649

- Exhibit 12:** March 5, 2021 Update on Special Committee of Board of Directors of Oyu Tolgoi LLC presented to Board of Oyu Tolgoi LLC by Special Committee, produced as RT001327544
- Exhibit 13:** June 1, 2021 Special Committee Update Report for the Board of Directors of Oyu Tolgoi LLC, produced as RT000796396
- Exhibit 14:** March 15, 2021 minutes of a meeting of the Special Committee of the Board of Directors of Oyu Tolgoi LLC, produced as RT001049008
- Exhibit 15:** August 11, 2021 email from Luke Colton to Jo-Anne Dudley, produced as RT001468340
- Exhibit 16:** June 16, 2021 letter from Oyu Tolgoi LLC to Rio Tinto, produced as RT001467450
- Exhibit 17:** April 28, 2021 email from Roy McDowall to Steve Thibeault, produced as RT001408616
- Exhibit 18:** July 28, 2021 email from Allan Moss and John Barber to the Chairman of the Special Committee of Board of Directors of Oyu Tolgoi LLC, produced as RT001426080
- Exhibit 19:** August 9, 2021 email from Bold Baatar to Jakob Stausholm, produced as RT001255266
- Exhibit 20:** May 1, 2024 letter from Corey Worcester to Salvatore J. Graziano
- Exhibit 21:** June 3, 2024 letter from Salvatore J. Graziano to Corey Worcester
- Exhibit 22:** July 9, 2024 letter from Michael D. Blatchley to Corey Worcester
- Exhibit 23:** January 13, 2023 Defendants' Confidential Responses and Objections to Plaintiffs' First Set of Requests for Production
- Exhibit 24:** August 13, 2021 email from Elias Scafidas to Bold Baatar
- Exhibit 25:** April 24, 2023 letter from Leigha Empson to Michael D. Blatchley
- Exhibit 26:** July 31, 2021 Independent Technical Review of the Oyu Tolgoi Underground Expansion Project Prepared for the Oyu Tolgoi Board Special Committee by The Independent Consulting Group, produced as RT001425923

7. I declare, under penalty of perjury, that the foregoing is true and correct to the best of my knowledge.

Executed this 20<sup>th</sup> day of November, 2024.

/s/ Salvatore J. Graziano  
Salvatore J. Graziano